

RECORDATION NO. 25636 FILED

JUN 15 '05

11-28 AM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

June 15, 2005

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Re: RBSAF/Tate & Lyle Ingredients Trust 2005A LLT

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Equipment Lease Agreement, dated as of June 15, 2005, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: RBSAF/Tate & Lyle Ingredients Trust 2005A
LLT
c/o U.S. Bank, National Association, not in its
individual capacity but solely as Owner Trustee
225 Asylum Street
Hartford, Connecticut 06103

Lessee: Tate & Lyle Ingredients Americas, Inc.
2200 East Eldorado Street
Decatur, Illinois 62521

Mr. Vernon A. Williams
June 15, 2005
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A description of the railroad equipment covered by the enclosed document is:

50 pressure differential railroad hopper railcars: SSPX 2200 - SSPX 2249.

A short summary of the document to appear in the index is:

Memorandum of Equipment Lease Agreement.

Also enclosed is a check in the amount of \$33.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/anm
Enclosures

JUN 15 '05

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MEMORANDUM OF LEASE SUPPLEMENT NO. 1
(RBSAF/TATE & LYLE INGREDIENTS TRUST 2005A ~~SURFACE~~ TRANSPORTATION BOARD)

MEMORANDUM OF LEASE SUPPLEMENT NO. 1, made and entered into as of June 15, 2005 by and between RBSAF/Tate & Lyle Ingredients Trust 2005A LLT, acting through U.S. Bank Trust National Association, a national banking association, not in its individual capacity, but solely as Owner Trustee (the "Lessor") and Tate & Lyle Ingredients Americas, Inc. (the "Lessee").

WITNESSETH:

1. The undersigned have entered into that certain Equipment Lease Agreement (RBSAF/Tate & Lyle Ingredients Trust 2005A LLT), dated as of June 15, 2005 (the "Lease Agreement"), whereby the Lessor has agreed to lease to Lessee and Lessee has agreed to lease from Lessor certain railroad equipment bearing reporting marks as listed on Exhibit A attached hereto, effective as of the date first set forth hereinabove and subject to the term defined in the Lease Agreement.

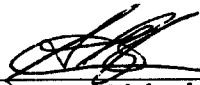
2. A memorandum of the Lease Agreement is being recorded with the Surface Transportation Board concurrently herewith pursuant to Section 11301 of Title 49 of the United States Code.

3. The undersigned have entered into that certain Lease Supplement No. 1 (RBSAF/Tate & Lyle Ingredients Trust 2005A LLT), dated June __, 2005, whereby the terms and provisions of the Lease Agreement are made applicable to certain railroad equipment bearing reporting marks as listed on Exhibit A attached hereto.

[SIGNATURES TO FOLLOW]

IN WITNESS WHEREOF, the parties hereto have each caused this memorandum to be duly executed by their respective officers duly authorized as of the date and year first above written.

RBSAF/TATE & LYLE INGREDIENTS TRUST
2005A LLT, acting through U.S. BANK TRUST
NATIONAL ASSOCIATION, not in its individual
capacity but solely as Owner Trustee

By: 
Name: Arthur L. Blakeslee
Title: Vice President

TATE & LYLE INGREDIENTS AMERICAS, INC.


By: _____
Name:
Title:

IN WITNESS WHEREOF, the parties hereto have each caused this memorandum to be duly executed by their respective officers duly authorized as of the date and year first above written.

RBSAF/TATE & LYLE INGREDIENTS TRUST
2005A LLT, acting through U.S. BANK TRUST
NATIONAL ASSOCIATION, not in its individual
capacity but solely as Owner Trustee

By: _____
Name:
Title:

TATE & LYLE INGREDIENTS AMERICAS, INC.

By:  _____
Name: Paul E. Woolard
Title: Treasurer

STATE OF ILLINOIS)
)
COUNTY OF MACON) ss

On this 14th day of June , 2005, before me personally appeared, Paul E. Woolard, to me personally known, being by me duly sworn, says that he is the Treasurer of Tate & Lyle Ingredients Americas, Inc. (the "Corporation") and that the said instrument attached hereto was signed on behalf of the Corporation under the authority of the board of directors on June 14, 2005 and he acknowledged that the execution of the said instrument was the act and deed of the Corporation.

Notary Public in and for
the State of Illinois

Jill A. Friesner



STATE OF Connecticut)

COUNTY OF Hartford)

ss

On this 15 th day of June, 2005, before me personally appeared, Arthur L. Blakealee, to me personally known, being by me duly sworn, says that he is the Vice President of U.S. Bank Trust National Association and that the said instrument attached hereto was signed on behalf of such association under the authority of the board of directors on June 15, 2005 and he acknowledged that the execution of the said instrument was the act and deed of such association.

Notary Public in and for
the State of Connecticut

Susan P. McNally

SUSAN P. McNALLY
NOTARY PUBLIC
MY COMMISSION EXPIRES MARCH 31, 2010

SCHEDULE A

Description of Items of Equipment

50 - 5660 cubic foot Pressure Differential Railroad Hopper Cars - Trinity Tank Car, Inc.

SSPX 2200	SSPX 2239
SSPX 2201	SSPX 2240
SSPX 2202	SSPX 2241
SSPX 2203	SSPX 2242
SSPX 2204	SSPX 2243
SSPX 2205	SSPX 2244
SSPX 2206	SSPX 2245
SSPX 2207	SSPX 2246
SSPX 2208	SSPX 2247
SSPX 2209	SSPX 2248
SSPX 2210	SSPX 2249
SSPX 2211	
SSPX 2212	
SSPX 2213	
SSPX 2214	
SSPX 2215	
SSPX 2216	
SSPX 2217	
SSPX 2218	
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SSPX 2223	
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SSPX 2226	
SSPX 2227	
SSPX 2228	
SSPX 2229	
SSPX 2230	
SSPX 2231	
SSPX 2232	
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SSPX 2236	
SSPX 2237	
SSPX 2238	

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: June 15, 2005

A handwritten signature in cursive script, appearing to read 'R. Alvord', written in dark ink.

Robert W. Alvord